



Curtis, Mallet-Prevost, Colt & Mosle LLP
ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

February 05, 2013

Inv. # 1562669
Our Ref. 062108-000410
SJR

Attention: Residential Capital, LLC

Re: Adversary Proceedings and Contested Matters

11/06/12 MG8	Participate in telephone conference with B. Tyson of Residential Capital regarding status of CMH Holding situation and follow-up with working group re: same (.30)	0.30
11/07/12 TPS	Review CMH related issues and follow up with working group (.30)	0.30
11/07/12 MG8	Participate in telephone conference with N. Rosenbaum to discuss status of CMH Holding situation and next steps and follow-up with Curtis team re: same (.60)	0.60
11/07/12 JZ	Confer with working group regarding preparation of correspondence regarding CMH Holding issues (.10)	0.10
11/07/12 JZ	Review files regarding CMH issue in preparation of correspondence regarding same (.50)	0.50
11/07/12 JZ	Review and revise draft memorandum summarizing issues related to CMH (.50)	0.50
11/08/12 MG8	Review documents related to CMH in connection with preparation of requested correspondence by Residential Capital (1.20)	1.20
11/08/12 MG8	Review and revise draft memo summarizing CMH Holdings' situation and follow-up with Curtis team regarding same in connection with Curtis' role as conflicts counsel to the Debtors (1.30)	1.30
11/08/12 JZ	Review and further revise draft memorandum providing details of CMH transaction and related issues (4.40)	4.40
11/08/12 JZ	Correspond with T. Smith regarding comments to memorandum regarding CMH status (.10)	0.10
11/08/12 JZ	Confer and correspond with working group regarding memorandum providing details regarding CMH transaction (.40)	0.40
11/09/12 TPS	Follow up with working group on other open conflicts matters with respect to CMH Holdings (.10)	0.10

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11/09/12 TPS	Review draft summary of CMH dispute (.80)	0.80
11/09/12 TPS	Confer with working group re: summary of CMH dispute (.20)	0.20
11/09/12 MG8	Review and comment on revised summary with respect to CMH Holdings' situation and follow-up with J. Zimmer regarding same (.60)	0.60
11/09/12 MG8	Correspond with N. Rosenbaum of Morrison & Foerster regarding status of CMH Holdings' situation (.20)	0.20
11/09/12 JZ	Confer and correspond with working group regarding comments to CMH summary (.10)	0.10
11/09/12 JZ	Confer with M. Gallagher regarding issues related to summary of CMH transaction (.50)	0.50
11/09/12 JZ	Review and revise draft summary of CMH transaction (2.30)	2.30
11/11/12 JZ	Review and revise draft correspondence regarding CMH (.60)	0.60
11/11/12 JZ	Correspond with working group regarding revisions to letter regarding CMH (.30)	0.30
11/12/12 SJR	Follow up regarding matters related to CMH issues in connection with Residential Capital (.60)	0.60
11/12/12 MG8	Attend to correspondence from Morrison & Foerster regarding preparation of correspondence regarding CMH and further revise document about CMH transaction and status of the issues relating to same (1.20)	1.20
11/12/12 PJB2	Confer with working group re: draft correspondence concerning CMH (.20)	0.20
11/12/12 PJB2	Review and revise draft letter re: CMH (.80)	0.80
11/12/12 JZ	Confer and correspond with working group regarding issues related to preparation of letter regarding CMH (.20)	0.20
11/12/12 JZ	Confer and correspond with working group regarding revisions to letter regarding CMH Holdings (.30)	0.30
11/12/12 JZ	Review and further revise draft letter regarding CMH (.90)	0.90
11/13/12 MG8	Attend to correspondence from L. Delehy and Morrison & Foerster regarding CMH Holdings and related correspondence (.20)	0.20
11/13/12 MG8	Participate in telephone conference with A. Klein of Morrison & Foerster regarding CMH Holdings' situation	0.20

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(.20)

11/13/12 JZ	Review and revise draft letter regarding CMH transaction (.30)	0.30
11/13/12 JZ	Correspond with M. Gallagher regarding revisions to CMH letter (.20)	0.20
11/14/12 MG8	Participate in telephone conference with working group regarding CMH and related correspondence (.20)	0.20
11/15/12 MG8	Attend to follow-up with A. Klein of Morrison & Foerster in connection with CMH's situation and follow-up with Curtis team re: same (.30)	0.30
11/15/12 JZ	Review and revise draft letter regarding CMH situation (.50)	0.50
11/15/12 JZ	Correspond with M. Gallagher regarding revisions to CMH letter (.30)	0.30
11/16/12 JZ	Attend to issues related to draft letter regarding CMH status (.10)	0.10
	TOTAL HOURS	21.90

Summary of Services

	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Steven J. Reisman	Partner	0.60	830	498.00
Turner P. Smith	Partner	1.40	830	1,162.00
Maryann Gallagher	Counsel	6.30	625	3,937.50
Peter Josef Buenger	Associate	1.00	425	425.00
James Zimmer	Associate	12.60	345	4,347.00
		21.90		\$10,369.50

TOTAL SERVICES **\$10,369.50**

TOTAL THIS INVOICE **\$10,369.50**



ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

PLEASE RETURN THIS REMITTANCE WITH YOUR PAYMENT

Payment Instructions:

Wire Funds to - Bank: Citibank
 ABA Routing #: 021000089
 F/B/O: Curtis Mallet-Prevost Colt & Mosle LLP
 Account# 40585074

Mail Checks to - Curtis Mallet-Prevost Colt & Mosle LLP
General Post Office
P.O. Box 27930
New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1562669

Total Services	10,369.50
Total Expenses	0.00
Total This Invoice	\$10,369.50

If you require further information regarding past due accounts, please contact Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
in USD.



Curtis, Mallet-Prevost, Colt & Mosle LLP

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101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

February 05, 2013

Inv # 1562670
Our Ref. 062108-000430
SJR

Attention: Residential Capital, LLC

Re: Automatic Stay/Adequate Protection Matters

11/13/12 MG8	Participate in telephone call with V. Tsoong, counsel to ETS in the Susilo litigation, regarding issues with Wachovia trial witness subpoenas for witness purposes and related follow-up (.30)	0.30
	TOTAL HOURS	0.30

Summary of Services

	Title	Hours	Rate	Amount
Maryann Gallagher	Counsel	0.30	625	187.50
		0.30		\$187.50
	TOTAL SERVICES			\$187.50
	TOTAL THIS INVOICE			<u>\$187.50</u>



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101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

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	General Post Office
	P.O. Box 27930
	New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1562670

Total Services	187.50
Total Expenses	0.00
Total This Invoice	<u>\$187.50</u>

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Chandanee Doma (Accounts Receivable Coordinator) at (212)839-6807.

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101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

February 05, 2013

Inv. # 1562673
Our Ref. 062108-000700
SJR

Attention: Residential Capital, LLC

Re: Curtis Retention/Billing/Fee Applications

11/01/12 JZ	Confer and correspond with working group regarding preparation of September Fee Statement in accordance with UST Guidelines (.10)	0.10
11/02/12 JZ	Review and revise draft September Fee Statement in accordance with UST Guidelines (.60)	0.60
11/05/12 SJR	Confer with P. Buenger regarding Supplemental Declaration of Steven J. Reisman and matters related to same (.10)	0.10
11/05/12 PJB2	Review and revise Supplemental Declaration of Steven J. Reisman re: Curtis' connections with professionals in the Chapter 11 cases (.30)	0.30
11/05/12 PJB2	Confer with working group re: Supplemental Declaration of Steven J. Reisman re: Curtis' connections with professionals in the Chapter 11 cases and follow-up with S. Reisman re: same (.20)	0.20
11/05/12 AD	Update September 2012 Monthly Fee Statement per M. Gallagher's comments (.20)	0.20
11/05/12 JZ	Confer and correspond with working group regarding preparation of September Fee Statement (.10)	0.10
11/05/12 JZ	Review and revise draft of September Fee Statement in accordance with guidelines set by U.S. Trustee (.20)	0.20
11/06/12 AD	Revise the September 2012 Monthly Fee Statement in accordance with guidelines set by U.S. Trustee and follow up with J. Zimmer re: same (1.50)	1.50
11/06/12 JZ	Confer and correspond with A. Dreiman regarding preparation of September fee statement (.10)	0.10
11/07/12 JZ	Review and further revise draft September Fee Statement in accordance with U.S. Trustee guidelines (.20)	0.20
11/08/12 JZ	Confer and correspond with working group regarding preparation of September Fee Statement (.20)	0.20

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Our Ref # 062108-000700

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11/09/12	SJR	Confer with P. Buenger regarding comments to Supplemental Declaration of Steven J. Reisman (.10)	0.10
11/09/12	SJR	Review and revise Supplemental Declaration in connection with retention of Curtis as Conflicts Counsel (.50)	0.50
11/09/12	MG8	Attend to matters relating to finalization and service of the supplemental affidavit of S. Reisman and follow-up with working group re: same (.20)	0.20
11/09/12	PJB2	Further revise the supplemental declaration of S. Reisman regarding retention application for Curtis as conflicts counsel to the Debtors and follow-up with S. Reisman re: finalization and filing of same (.50)	0.50
11/09/12	AD	Attend to the transmission of the September 2012 Monthly Fee Statement to the Notice Parties (.70)	0.70
11/09/12	AD	File the Supplemental Declaration of S. Reisman in the SDNY Bankruptcy Court per P. Buenger's request (.30)	0.30
11/12/12	AD	Correspond with D. McFadden at Ally regarding the September 2012 Monthly Fee Statement, as well as related issues (.20)	0.20
11/12/12	JZ	Confer and correspond with working group regarding preparation of October Fee Statement and issues related to same (.20)	0.20
11/26/12	JZ	Confer and correspond with working group regarding preparation of October Fee Statement (.20)	0.20
11/27/12	JZ	Review and further revise draft October Fee Statement in accordance with U.S. Trustee Guidelines (.20)	0.20
11/28/12	JZ	Review and revise draft October Fee Statement in accordance with U.S. Trustee Guidelines (.60)	0.60
11/29/12	JZ	Review and revise draft of October Fee Statement in accordance with U.S. Trustee Guidelines (.20)	0.20
11/29/12	JZ	Confer and correspond with working group regarding preparation of October Fee Statement (.10)	0.10
11/30/12	JZ	Confer and correspond with working group regarding issues related to preparation of October Fee Statement (.20)	0.20
		TOTAL HOURS	8.00

February 05, 2013
Inv # 1562673
Our Ref # 062108-000700

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Summary of Services

	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Steven J. Reisman	Partner	0.70	830	581.00
Maryann Gallagher	Counsel	0.20	625	125.00
Peter Josef Buenger	Associate	1.00	425	425.00
James Zimmer	Associate	3.20	345	1,104.00
Alana Dreiman	Legal Assistant	2.90	230	667.00
		8.00		\$2,902.00
	TOTAL SERVICES			\$2,902.00
	TOTAL THIS INVOICE			\$2,902.00



Curtis, Mallet-Prevost, Colt & Mosle LLP

ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

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	General Post Office
	P.O. Box 27930
	New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1562673

Total Services	2,902.00
Total Expenses	0.00
Total This Invoice	<u>\$2,902.00</u>

If you require further information regarding past due accounts, please contact
Chandanee Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State
Identification Number 13-5018900

This Statement is payable when rendered
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ATTORNEYS AND COUNSELLORS AT LAW
101 PARK AVENUE
NEW YORK, NEW YORK 10178-0061

Residential Capital, LLC
1100 Virginia Drive
MC: 190_FTW-M01
Fort Washington PA 19034

March 12, 2013

Inv. # 1563251
Our Ref. 062108-000100
SJR

Attention: Residential Capital, LLC

Re: Case Administration

12/03/12 MG8	Review recent docket activity for potential conflicts purposes (.70)	0.70
12/04/12 MG8	Review recent docket activity in connection with Curtis' role as conflicts counsel (.80)	0.80
12/04/12 AD	Per M. Gallagher's request, retrieve and create a PDF of Exhibit 8 of the First Day Affidavit of James Whitlinger and circulate to M. Gallagher and T. Foudy (.20)	0.20
12/05/12 MG8	Review daily docket activity in connection with Curtis' role as Debtors' conflicts counsel (.50)	0.50
12/06/12 MG8	Review Debtors' motions seeking further extension of exclusivity and appointment of plan mediator in connection with Curtis' role as Debtors' conflicts counsel (.30)	0.30
12/10/12 MG8	Review docket activity for potential conflicts purposes (.60)	0.60
12/10/12 AD	Update internal calendar to reflect hearing dates and deadlines as set by the Court (.20)	0.20
12/10/12 JZ	Confer and correspond with working group regarding updates to internal calendar regarding upcoming hearing dates and important bankruptcy deadlines (.10)	0.10
12/12/12 MG8	Review recent docket activity for potential conflicts purposes (.50)	0.50
12/13/12 MG8	Attend to recent docket activity, including several filings related to the Debtors' request to extend exclusivity and appoint a plan mediation, in connection with Curtis' role as Debtors' conflicts counsel (.70)	0.70
12/14/12 MG8	Review docket activity for potential conflicts purposes (.60)	0.60
12/17/12 MG8	Attend to recent docket activity for potential conflicts issues in connection with Curtis' role as Debtors'	0.60

conflicts counsel (.60)

12/18/12 GF	Request and prepare hearing transcript from 6/18/12 hearing in Residential Capital proceedings per B. Kotliar's request (.50)	0.50
12/19/12 MG8	Review voluminous docket activity in connection with Curtis' role as Debtors' conflicts counsel (.80)	0.80
12/19/12 MG8	Review amended agenda for December 20, 2012 Omnibus Hearing and follow-up with Curtis team regarding certain potential conflict matters (.20)	0.20
12/20/12 SJR	Attend Omnibus hearing at U.S. Bankruptcy Court Southern District of New York in the Residential Capital case including hearing on First Interim Fee Application (5.60)	5.60
12/20/12 MG8	Prepare for and attend omnibus hearing addressing, among other things, motions to extend exclusivity and appointment of a plan mediator, Committee's STN motion to prosecute certain avoidance actions, various stay relief motions and adversary proceedings commenced by borrowers, motion for procedures relating to rejection of executory contracts, Debtors' supplemental motion regarding reimbursement to AFI for certain payments made to employees of Debtors and related items in connection with Curtis' role as Debtors' conflicts counsel (3.10)	3.10
12/20/12 MG8	Attend hearing on First Interim Fee Applications to provide factual and related support to S. Reisman (1.30)	1.30
12/26/12 MG8	Review recent docket activity in connection with Curtis' role as Debtors' conflicts counsel (.40)	0.40
	TOTAL HOURS	17.70

Summary of Services

	Title	Hours	Rate	Amount
Steven J. Reisman	Partner	5.60	830	4,648.00
Maryann Gallagher	Counsel	11.10	625	6,937.50
James Zimmer	Associate	0.10	345	34.50
Georgia Faust	Legal Assistant	0.50	230	115.00
Alana Dreiman	Legal Assistant	0.40	230	92.00
		17.70		\$11,827.00

TOTAL SERVICES

\$11,827.00

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Summary of Expenses

Deposition Reporting/Transcripts	409.20
External Photocopy Services	483.30
Pacer - ECF	76.40
TOTAL EXPENSES	\$968.90

TOTAL THIS INVOICE	\$12,795.90
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New York, NY 10087-7930

Residential Capital, LLC
Inv. # 1563251

Total Services	11,827.00
Total Expenses	968.90
Total This Invoice	\$12,795.90

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